**Form A**

Format of covering letter of the Annual Audit Report to be filed with the Stock Exchange(s).

| | | |
|---|---|---|
| 1. | Name of the Company | Suprajit Engineering Limited |
| 2. | Consolidated Annual Financial Statements for the year ended | 31st March, 2016 |
| 3. | Type of Audit observation | Un-qualified |
| 4. | Frequency of Observation | Not Applicable |
| 5. | To be signed by: | |

Mr.K.Ajith Kumar Rai
Chairman
DIN: 01160327

Mr.Medappa Gowda J.
Chief Financial Officer

Mr. Suresh Shetty
Chairman-Audit Committee
DIN: 00316830

For Varma & Varma
Chartered Accountants
ICAI Firm Registration no. 004532S
Per Kesavadas
Partner
Membership Number: 23862

Place of Signatures: Bangalore
Date: 30th May, 2016

*Varma & Varma*

**Chartered Accountants**

# INDEPENDENT AUDITORS' REPORT

To
The Members of **SUPRAJIT ENGINEERING LIMITED**

**Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of Suprajit Engineering Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Profit and Loss Statement and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

This responsibility also includes the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditors' Responsibility**

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial

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statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements (read together with significant accounting policies and other explanatory information attached thereto) give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its profit and its cash flows for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order") issued by the Central Government of India in terms of section 143(11) of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the **'Annexure A'** a statement on the matters specified in the paragraph 3 and 4 of the said Order, to the extent applicable

2. As required by Section 143 (3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;

   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   c. The Balance Sheet, the Profit and Loss Statement, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;

   d. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;

   e. On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.

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f. With respect to the adequacy of the internal financials controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in **'Annexure B'**; and

g. With respect to the other matters to be included in the Auditor's report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. the Company has pending litigations disclosed as contingent liabilities in its Note No.23.6.1 to the financial statements, the impact if any on the final settlement of these litigations is not ascertainable at this stage;

ii. the Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses; and

iii. there were no delays in transferring undisputed amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year.

For **VARMA & VARMA**
Chartered Accountants
FRN 004532S

**R KESAVADAS**
Partner
M. No. 23862

Place: Bangalore
Date : May 30, 2016

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**ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT**
**ANNEXURE REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' OF OUR INDEPENDENT AUDIT REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF SUPRAJIT ENGINEERING LIMITED FOR THE YEAR ENDED 31ST MARCH 2016**

(i)

(a) As stated in Note No. 23.4, the full quantitative particulars giving item wise/ location wise details of fixed assets are maintained in the ERP system in respect of additions made after 1.4.2008. The particulars of fixed assets acquired prior to this date have been updated in the ERP system in a summarised format. However, item wise particulars are available for major assets in manual form.

(b) We are informed by the management that most of the fixed assets of the Company are being physically verified in accordance with a programme, which in our opinion, is reasonable having regard to the size and nature of its assets. According to the information and explanations given to us material discrepancies identified on such verification when compared with available records have been properly dealt with in the books of account.

(c) According to the information and explanations given to us and as per verification of the records of the Company, the title deeds of the immovable properties are held in the name of the Company. As stated in note no. 4.1.3 and 5.1.2 of the financial statements, the immovable properties are mortgaged for availing credit facilities from banks / financial institution.

(ii) We are informed by the management that the inventory of raw materials, stores and spares, work-in-progress and finished goods in the custody of the Company are physically verified by the management on a quarterly basis as per a programme of perpetual inventory, the frequency of which, in our opinion is reasonable, having regard to the size of the Company and the nature of its business and the discrepancies of material nature noticed on physical verification, by the management, have been properly dealt with in the books of account during the year.

(iii) According to the information and explanations given to us, the Company had not granted loans, secured or unsecured, to companies, firms limited liability partnerships, or other parties covered in the register maintained under section 189 of the Act.

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of the section 185 and 186 of the Act in respect of the investment made and guarantees given by the Company.

(v) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, applicable to the Company. According to the information and explanations given to us, in respect of such deposits there are no directives issued by the Reserve Bank of India which requires to be complied with by the Company.

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(vi) We have broadly reviewed the books of account and records maintained by the Company pursuant to the Rules made by the Central Government, for the maintenance of cost records under Section 148(1) of the Companies Act, 2013 and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have, however, not made a detailed examination of the records with a view to determining whether they are accurate or complete.

(vii)

(a) According to the information and explanations given to us and as per our verification of the records of the Company, the Company has been fairly regular in depositing undisputed statutory dues including Provident fund, Employee's State Insurance, Income Tax, Sales Tax, Custom Duty, Excise Duty, Service Tax, Cess, dues to Investor Education and Protection Fund and other statutory dues with the appropriate authorities during the year to the extent applicable. There are no arrears of undisputed statutory dues of a material nature outstanding as at the last day of the financial year for a period of more than six months from the date on which they became payable.

(b) According to the information and explanations given to us and as per our verification of the records of the Company, the following disputed amounts of tax/ duty have not been deposited with appropriate authorities as at 31st March 2016:

| Name of the Statute | Nature of the dues | Amount (Rs.) | Period (financial year) to which the amount relates to | Forum where dispute is pending |
|---|---|---|---|---|
| Maharashtra VAT Act, 2002 # | Value Added Tax | 31,148,407* | 2006-07 | Joint Commissioner of Sales Tax (Appeals) |
| Central Sales Tax Act,1956 # | Central Sales Tax | 1,802,062* | 2006-07 | Joint Commissioner of Sales Tax (Appeals) |
| Maharashtra VAT Act, 2002 # | Value Added Tax | 29,085,990* | 2008-09 | Deputy Commissioner of Sales Tax(Appeals) |
| Maharashtra VAT Act, 2002 # | Value Added Tax | 24,474,972* | 2009-10 | Joint Commissioner of Sales Tax (Appeals) |
| Central Sales Tax Act,1956 # | Central Sales Tax | 3,392,210* | 2009-10 | Joint Commissioner of Sales Tax (Appeals) |
| Income Tax Act,1961 | Income Tax | 4,515,160 | 2009-10 (AY 2010-11) | Commissioner of Income Tax (Appeals) |

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| Name of the Statute | Nature of the dues | Amount (Rs.) | Period (financial year) to which the amount relates to | Forum where dispute is pending |
|---|---|---|---|---|
| Income Tax Act,1961 | Income Tax | 3,240,000 | 2010-11 (AY 2011-12) | Commissioner of Income Tax (Appeals) |
| Finance Act, 1994 | Service Tax | 432,920 | 2009-10 | Customs Excise & Service tax Appellate Tribunal |
| **Total** | | **98,091,721** | | |

* net of Rs. 3,600,000/- paid under protest.

# a stay order has been received against the amount disputed and not deposited.

(viii) According to the information and explanations given to us and as per our verification of the records of the Company, the Company has not defaulted in repayment of its dues to the financial institutions and banks.

(ix) According to the information and explanation given to us and as per our verification of records of the Company, the Company has not raised money by way of initial public offer or further public offer (including debt instrument) during the year.
According to the information and explanations given to us and as per our verification of the records of the Company, it has availed a term loan of Rs. 100 Crores during the year for the purpose of financing the acquisition of shares in the subsidiary through public offer and annual capital expenditure. The Company repaid Rs. 60 Crores of the term loan and out of the balance of Rs. 40 Crores and the unutilized loan amount of Rs 17.44 Crores brought forward from the previous year, it has incurred Rs. 37.75 Crores towards capital expenditure, which is prima facie, applied for the purposes for which the loan was obtained. The balance of Rs. 19.69 Crores, as informed by the management of the Company, is proposed for utilisation towards capital projects under progress.

(x) According to the information and explanations given to us and as per our verification of records of the Company, no material fraud either by the Company or on the Company by its officers and employees has been noticed or reported during the year.

(xi) According to the information and explanations given to us and as per our verification of records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of the Section 197 read with Schedule V of the Act.

(xii) In our opinion and according to the information given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and as per our verification of records of the Company, transactions with the related parties are in compliance with the sections 177 and188 of the Act and details of such transactions have been disclosed in

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the standalone financial statements as required by Accounting Standard 18 – Related Party Transactions.

(xiv) According to the information and explanations given to us and as per our verification of records of the Company, the Company has issued shares to the Qualified Institutional Buyers on a private placement basis on February 23, 2016 and requirement of the section 42 of the Act have been complied with. The Company had raised the funds from the private placement for the purpose of optimizing the mix of debt and equity to meet its needs of the growing business and it has partially utilised the funds in repayment of loans availed and the balance of Rs. 100 Crores have been temporarily invested in current investments, pending utilisation for the above mentioned purpose, as informed to us by the management of the Company.

(xv) According to the information and explanations given to us and as per our verification of records of the Company, the Company has not entered into non-cash transactions with the directors or persons connected with the directors. Accordingly, paragraph 3 (xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **VARMA & VARMA**
Chartered Accountants
FRN 004532S

**R KESAVADAS**
Partner
M. No.23862

Place: Bangalore
Date : May 30, 2016

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## ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

### ANNEXURE REFERRED TO IN PARA 2 (F) "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF THE INDEPENDENT AUDITOR'S REPORT OF REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of **Suprajit Engineering Limited** ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures, on test check basis, to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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**SUPRAJIT ENGINEERING LIMITED**

**Regd Office: No 100, Bommasandra Industrial Area, Bengaluru-560 099.**

**Website:- www.suprajit.com, e-mail:- info@suprajit.com**

**CIN - L29199KA1985PLC006934**

**STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED 31ST MARCH 2016**

PART I

(Rs. In Lakhs)

| | Particulars | STANDALONE | | | | | CONSOLIDATED | |
|---|---|---|---|---|---|---|---|---|
| | | For the 3 months ended | | | Financial Year Ended | | Financial Year Ended | |
| | | 31.03.2016 | 31.12.2015 | 31.03.2015 | 31.03.2016 | 31.03.2015 | 31.03.2016 | 31.03.2015 |
| | | Audited | Un-Audited | Audited | Audited | | Audited | |
| 1. | **Income from Operations** | | | | | | | |
| | (a) Gross Sales / Income from Operations | 17281.24 | 17683.42 | 14668.26 | 64924.59 | 57417.47 | 103259.86 | 66514.43 |
| | Less: Excise Duty | 1773.11 | 1831.70 | 1419.50 | 6523.52 | 5487.22 | 8241.98 | 5594.13 |
| | Net Sales / Income from Operations | 15508.13 | 15851.72 | 13248.76 | 58401.07 | 51930.25 | 95017.88 | 60920.30 |
| | (b) Other Operating Income | 215.69 | 55.36 | 79.08 | 392.68 | 292.55 | 232.24 | 259.91 |
| | **Total Income from operations (net)** | **15723.82** | **15907.08** | **13327.84** | **58793.75** | **52222.80** | **95250.12** | **61180.21** |
| 2. | **Expenses** | | | | | | | |
| | (a) Cost of materials consumed | 9378.09 | 10415.09 | 8402.36 | 36381.49 | 33092.80 | 51275.57 | 37572.82 |
| | (b) Purchases of stock-in-trade | - | - | - | - | - | 4,671.13 | - |
| | (c) Changes in inventories of finished goods,work-in-progress and stock-in-trade | 179.11 | (601.76) | 53.37 | (22.46) | 8.23 | 402.74 | (282.25) |
| | (d) Employee benefits expense | 1848.30 | 1924.94 | 1574.38 | 7,256.51 | 6590.23 | 12,532.29 | 8255.46 |
| | (e) Depreciation and amortisation expense | 226.80 | 208.56 | 150.99 | 843.38 | 749.77 | 1,578.03 | 899.30 |
| | (f) Other expenses | 1890.70 | 1329.71 | 1070.07 | 5,257.99 | 4186.79 | 10,934.14 | 6027.70 |
| | **Total Expenses** | **13523.01** | **13276.54** | **11251.17** | **49716.91** | **44577.82** | **81393.90** | **52473.03** |
| 3. | **Profit/(Loss) from operations before other income, finance costs and exceptional items (1-2)** | **2200.81** | **2630.54** | **2076.67** | **9076.84** | **7644.98** | **13856.21** | **8707.18** |
| 4. | Other Income | 346.21 | 296.08 | (77.15) | 1257.53 | 353.52 | 1552.65 | 407.60 |
| 5. | **Profit/(Loss) from ordinary activities before finance costs and exceptional items (3±4)** | **2547.02** | **2926.62** | **1999.52** | **10334.37** | **7998.50** | **15408.86** | **9114.78** |
| 6. | Finance costs | 637.54 | 468.68 | 324.94 | 1944.08 | 1351.52 | 2497.10 | 1639.92 |
| 7. | **Profit/(Loss) from ordinary activities after finance costs but before exceptional items (5±6)** | **1909.48** | **2457.94** | **1674.58** | **8390.29** | **6646.98** | **12911.76** | **7474.86** |
| 8. | Exceptional Items (refer notes) | (108.80) | (100.54) | - | (569.39) | - | (569.39) | - |
| 9. | **Profit/(Loss) from ordinary activities before tax (7±8)** | **1800.68** | **2357.40** | **1674.58** | **7820.90** | **6646.98** | **12342.37** | **7474.86** |
| 10. | Tax expense | 790.47 | 825.00 | 595.60 | 2823.47 | 2185.60 | 4309.67 | 2445.37 |
| 11. | **Net Profit/ (Loss) from ordinary activities after tax (9±10)** | **1010.21** | **1532.40** | **1078.98** | **4997.43** | **4461.38** | **8032.70** | **5029.49** |
| 12. | Extraordinary Items (net of tax expense) | - | - | - | - | - | - | - |
| 13. | **Net Profit/ (Loss) for the period (11±12)** | **1010.21** | **1532.40** | **1078.98** | **4997.43** | **4461.38** | **8032.70** | **5029.49** |
| 14. | Share of Profit/(Loss) of associates | - | - | - | - | - | - | - |
| 15 | Minority Interest | - | - | - | - | - | 838.76 | - |
| 16 | **Net Profit / (loss) after taxes, minority interest and Share of profit / (loss) of associates (13+14+15)** | **1010.21** | **1532.40** | **1078.98** | **4997.43** | **4461.38** | **7,193.94** | **5029.49** |
| 17 | Paid-up equity share capital [Face Value Re. 1/- Per Share] (Face Value of the Share shall be indicated) | 1313.39 | 1200.20 | 1200.20 | 1313.39 | 1200.20 | 1313.39 | 1200.20 |
| 18 | Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year | | | | 40123.93 | 21809.47 | 43444.47 | 22880.83 |
| 19.i | **Earnings per share (before extraordinary items)** (of Re. 1 /-each)(not annualised) (in Rs.): | | | | | | | |
| | (a) Basic | 0.83 | 1.28 | 0.90 | 4.12 | 3.72 | 5.94 | 4.19 |
| | (b) Diluted | 0.83 | 1.28 | 0.90 | 4.12 | 3.72 | 5.94 | 4.19 |
| 19.ii | **Earnings per share (after extraordinary items)** (of Re. 1 /-each)(not annualised) (in Rs.): | | | | | | | |
| | (a) Basic | 0.83 | 1.28 | 0.90 | 4.12 | 3.72 | 5.94 | 4.19 |
| | (b) Diluted | 0.83 | 1.28 | 0.90 | 4.12 | 3.72 | 5.94 | 4.19 |

See accompanying note to the financial results

Suprajit Engineering Limited Bangalore

PART II

(Rs. In Lakhs)

| | Particulars | STANDALONE | | | | | CONSOLIDATED | |
|---|---|---|---|---|---|---|---|---|
| | | For the 3 months Ended | | | Financial Year Ended | | Financial Year Ended | |
| | | 31.03.2016 | 31.12.2015 | 31.03.2015 | 31.03.2016 | 31.03.2015 | 31.03.2016 | 31.03.2015 |
| | | Audited | Un-Audited | Audited | Audited | | Audited | |
| A | PARTICULARS OF SHAREHOLDING | | | | | | | |
| 1 | Public shareholding | | | | | | | |
| | - Number of shares | 69125617 | 57806843 | 57806843 | 69125617 | 57806843 | 69125617 | 57806843 |
| | - Percentage of shareholding | 52.63 | 48.16 | 48.16 | 52.63 | 48.16 | 52.63 | 48.16 |
| 2 | Promoters and Promoter Group Shareholding | | | | | | | |
| | a) Pledged/ Encumbered | | | | | | | |
| | - Number of shares | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | - Percentage of shares (as a % of the total shareholding of promoter and promoter group) | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | - Percentage of shares (as a % of the total share capital of the company) | Nil | Nil | Nil | Nil | Nil | Nil | Nil |
| | b) Non-encumbered | | | | | | | |
| | - Number of shares | 62213157 | 62213157 | 62213157 | 62213157 | 62213157 | 62213157 | 62213157 |
| | - Percentage of shares (as a % of the total shareholding of the promoter and promoter group) | 100 | 100 | 100 | 100 | 100 | 100 | 100 |
| | - Percentage of shares (as a % of the total share capital of the company) | 47.37 | 51.84 | 51.84 | 47.37 | 51.84 | 47.37 | 51.84 |

| | Particulars | For the 3 months Ended |
|---|---|---|
| | | 31.03.2016 |
| B | INVESTOR COMPLAINTS | |
| | Pending at the beginning of the quarter | Nil |
| | Received during the quarter | Nil |
| | Disposed off during the quarter | Nil |
| | Remaining unresolved at the end of the quarter | Nil |

NOTES:

1 Standalone & Consolidated Statement of Assets and Liabilities

(Rs. in Lakhs)

| | PARTICULARS | STANDALONE | | CONSOLIDATED | |
|---|---|---|---|---|---|
| | | As at Year end 31.03.2016 Audited | As at Year end 31.03.2015 Audited | As at Year end 31.03.2016 Audited | As at Year end 31.03.2015 Audited |
| A. | EQUITY AND LIABILITIES | | | | |
| 1 | Shareholders' funds | | | | |
| | (a)Share Capital | 1,313.39 | 1,200.20 | 1,313.39 | 1,200.20 |
| | (b)Reserves and Surplus | 40,123.93 | 21,809.47 | 43,444.47 | 22,880.83 |
| | (c)Money received against share warrants | - | - | - | - |
| | Sub-total-Shareholders' funds | 41,437.32 | 23,009.67 | 44,757.86 | 24,081.03 |
| 2 | Share application money pending allotment | - | - | - | - |
| 3 | Minority interest | - | - | 5,418.55 | - |
| 4 | Non-current liabilities | | | | |
| | (a)Long-term borrowings | 6,793.63 | 6,208.76 | 7,570.33 | 6,549.77 |
| | (b)Deferred tax liabilities(net) | 960.94 | 799.67 | 1,068.15 | 908.42 |
| | (c)Other long-term liabilities | 117.60 | 104.33 | 117.60 | 104.33 |
| | (d)Long-term provisions | 323.79 | 282.53 | 809.32 | 320.69 |
| | Sub total-Non-current liabilities | 8,195.96 | 7,395.61 | 9,566.41 | 7,883.21 |
| 5 | Current Liabilities | | | | |
| | (a)Short-term borrowings | 11,344.66 | 7,968.46 | 18,292.66 | 10,046.81 |
| | (b)Trade payables | 5,611.23 | 4,503.81 | 9,439.23 | 5,684.85 |
| | (c)Other Current liabilities | 5,019.28 | 3,863.60 | 6,964.24 | 4,251.03 |
| | (d)Short-term provisions | 1,459.23 | 907.31 | 1,367.24 | 914.11 |
| | Sub total-current liabilities | 23,434.40 | 17,243.18 | 36,063.58 | 20,896.80 |
| | TOTAL - EQUITY AND LIABILITIES | 73,067.68 | 47,648.46 | 95,806.39 | 52,861.04 |
| B | ASSETS | | | | |
| 1 | Non-current assets | | | | |
| | (a)Fixed assets | 19,266.45 | 16,409.61 | 24,146.82 | 18,498.64 |
| | (b)Goodwill on consolidation | - | - | 10,661.30 | - |
| | (c)Non-current investments | 17,743.08 | 2,058.97 | - | - |
| | (d)Deferred tax assets (net) | - | - | 204.67 | - |
| | (e)Long-term loans and advances | 713.43 | 624.61 | 2,335.39 | 677.90 |
| | (f) Other non-current assets | 11.73 | 10.86 | 15.67 | 10.86 |
| | Sub total-Non-current Assets | 37,734.69 | 19,104.05 | 37,363.85 | 19,187.40 |
| 2 | Current Assets | | | | |
| | (a)Current investments | 14,871.15 | 11,175.00 | 14,871.15 | 11,175.00 |
| | (b)Inventories | 5,269.32 | 5,745.65 | 16,694.20 | 7,992.53 |
| | (c)Trade receivables | 12,580.54 | 10,581.49 | 20,956.84 | 12,504.90 |
| | (d)Cash and cash equivalents | 240.03 | 452.74 | 1,887.11 | 557.54 |
| | (e)Short- term loans and advances | 1,345.45 | 577.19 | 3,946.09 | 1,320.83 |
| | (f) Other current assets | 6.50 | 12.34 | 87.14 | 122.84 |
| | Sub total-Current Assets | 35,332.99 | 28,544.41 | 58,442.53 | 33,673.64 |
| | TOTAL-ASSETS | 73,067.68 | 47,648.46 | 95,806.39 | 52,861.04 |

Notes:

2 The above Audited Financial Results for the quarter ended 31st March 2016 are the balancing figures between full financial year & published year-to-date figures upto 31st December 2015. The Audited Financial Results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 30th May 2016.

3 The Boards of Directors of the Company and of Phoenix Lamps Limited, the Subsidiary company, have approved a draft scheme of amalgamation of Phoenix Lamps Limited with the company at their respective meetings held on April 18, 2016 and further steps have been initiated towards seeking the requisite approvals.

4 The Company has classified its products as Auto Components.

5 Tax Expense includes Deferred Income Tax and Current Income tax.

6 The Company has acquired 51% Equity Share capital at a consideration of Rs. 12,717.96 Lacs, 0.05% Equity Share capital at a consideration of Rs. 15.02 Lacs and 10.88% Equity Shares capital at a consideration of Rs. 2,712.11 Lacs in the capital of Phoenix Lamps Limited on 18th June 2015, 14th August 2015 and 9th October 2015 respectively and accordingly Phoenix Lamps Limited has become a subsidiary of Suprajit Engineering Limited from 18th June 2015. For the purpose of arriving at the Goodwill and Minority Interest in the consolidated financial statements, net results of operations and net assets attributable to the Company and Minority shareholders on the respective dates mentioned above have been considered.

7 The Company has incurred a total expenditure of Rs. 808.41 Lacs towards acquisition of Phoenix Lamps Limited, out of which Rs.239.02 Lacs relating to professional charges, have been capitalized as part of Cost of Investment and balance amount of Rs.569.39 lacs relating to finance charges is recognized as an expenditure and disclosed under the head 'Exceptional items' in the Profit & Loss Statement for the year ended 31st March 2016.

8 The Company has allotted 1,13,18,774 equity shares of Re.1/- each on private placement basis to Qualified Institutional Buyers on (QIP) February 23, 2016 at Rs.132.50 Per share.

9 Previous period figures have been regrouped wherever necessary to conform to the current period's presentation.

10 Other Income for the financial year ended 31.03.2016 includes Capital Gain of Rs 740.02 lacs arising on sale of current investments in Mutual Funds as compared to Rs.206.76 Lacs for the financial year ended 31.03.2015.

11 The Board has recommended a final dividend of Re.0.55 per share of Re.1/- (55%) for the year 2015-16 as against the final dividend 50% paid during the previous year, in addition to the Interim dividend of Re.0.50 per Share of Re.1/- (50%) already paid by the Company. The Minority shareholders of Pheonix Lamps Ltd will be entitled to this final dividend subject to requisite approvals for the amalgamation.

Place : Bangalore

Date : 30th May 2016

For and on behalf of the Board
K. AJITH KUMAR RAI
Chairman & Managing Director
(DIN - 01160327)